

NOTICE
CONVENING THE ANNUAL GENERAL MEETING OF LARQ S.A.

The Management Board of LARQ S.A. whose registered office is in Warsaw, ul. Tamka 16 lok. U4, registered under number KRS 0000289126 with the Business Register of the National Court Register maintained by the District Court for the Capital City of Warsaw, 12th Commercial Division of the National Court Register (the "**Company**"), acting pursuant to Articles 395, 399 § 1 and 402¹ of the Commercial Companies Code, is convening the Annual General Meeting of the Company to be held on 30 June 2017, at 11.00 a.m., in Warsaw, on the premises of the Company's registered office in ul. Tamka 16 lok. U4, with the following agenda:

1. Opening of the Annual General Meeting.
2. Adoption of a resolution regarding election of Chairperson of the Annual General Meeting.
3. Confirmation that the Annual General Meeting has been duly convened and is able to pass resolutions.
4. Adoption of a resolution regarding acceptance of the agenda of the Annual General Meeting.
5. Tabling and review of:
 - a) Company's financial statements for the 2016 financial year;
 - b) Management Board's business review report on the Company for the 2016 financial year;
 - c) Report of the Supervisory Board of the Company for the 2016 financial year.
6. Adoption of a resolution regarding approval of the Company's financial statements for the 2016 financial year.
7. Adoption of a resolution regarding approval of the Management Board's business review report on the Company for the 2016 financial year.
8. Adoption of a resolution regarding approval of the Company's Supervisory Board report for the 2016 financial year.
9. Adoption of a resolution regarding the distribution of profit for the 2016 financial year.
10. Adoption of resolutions to discharge Members of the Company's Management Board from fulfilment of their duties during the 2016 financial year.
11. Adoption of resolutions to discharge Members of the Company's Supervisory Board from fulfilment of their duties during the 2016 financial year.
12. Adoption of a resolution regarding amendments to the Articles of Association of the Company.
13. Adoption of a resolution to amend the Articles of Association of the Company regarding changes in the scope of business of the Company.
14. Adoption of a resolution regarding amendments to the Articles of Association of the Company so as to authorise the Company's Management Board to increase the share capital of the Company up to its authorised capital and to authorise the Company's Management Board to dis-apply, as a whole or in part, the pre-emptive rights of the existing shareholders subject to approval of the Supervisory Board.
15. Adoption of a resolution regarding the adoption of uniform text of the Articles of Association of the Company.
16. Adoption of a resolution regarding amendments to the Rules of Procedure of the Company's General Meeting.
17. Closing of the Meeting.

Shareholder Communication:

Shareholder can contact the Company in matters relating to the General Meeting of the Company by email at: zwz@larq.pl. Shareholder may submit motions, requests, questions and other documents relating to the General Meeting of the Company. Shareholder accepts liability for sending documents by email. Documents in languages other than Polish should be delivered together with their sworn translation into the Polish language.

Description of Procedures for Participation in the General Meeting and Exercise of Voting Right:

A. Shareholder's right to request addition of specified business to the agenda of the General Meeting:

Shareholder or shareholders representing at least one twentieth of the Company's share capital may request addition of specified business to the agenda of the next General Meeting. Such a request should be notified to the Company's Management Board at the latest 21 (twenty one) days before the date set for holding the General Meeting. The request should contain reasons or draft resolution for the proposed item of the agenda. The request may be submitted in writing in the registered office of the Company at the following address: Warsaw, ul Tamka 16 lok. U4, or electronically and sent to the Company's email address: zwz@larq.pl.

The Company promptly announces any changes in the agenda made at the request of shareholders in the same manner as for convening the General Meeting and on its the web site at www.larq.pl, however not later than 18 (eighteen) days before the date set for holding the General Meeting.

B. Shareholder's right to propose draft resolution on matters added to the agenda of the General Meeting or matters that are to be added to the agenda before the date of the General Meeting:

The Company's shareholder or shareholders representing at least one twentieth of the share capital may, before the date of the General Meeting, propose to the Company in writing or via electronic means (e-mail: zwz@larq.pl) draft resolution on matters added to the agenda of the General Meeting or matters that are to be added to the agenda before the date of the General Meeting.

The Company promptly announces draft resolution on its web site at www.larq.pl.

C. Shareholder's right to propose draft resolutions on matters added to the agenda during the General Meeting:

In the course of the General Meeting, each shareholder may propose draft resolutions on matters added to the agenda.

D. How to vote by proxy, in particular with the use of forms to be used while voting by proxy, and how the Company should be notified of the appointment of proxy with the use of electronic means:

Shareholder may participate in the General Meeting and exercise voting right in person or by proxy. Proxy exercises all powers accruing to a shareholder at the General Meeting, unless the text of proxy document provides otherwise. Proxy may grant further proxies if the proxy document allows it. Proxy may represent more than one shareholder and vote separately in respect of shares of each shareholder. The Company's shareholder holding shares registered in more than one securities account may appoint separate proxies to exercise the rights attaching to shares that are registered in each account.

Proxy to attend the General Meeting of the Company must be granted in writing or electronically. Proxy granted in an electronic format does not have to bear a safe electronic signature verifiable with a valid qualified certificate. The Company notes that a notice given by means of electronic communication of proxy granted electronically may be given by sending a relevant email message to zwz@larq.pl. The Company also informs that the template of the form for exercise of voting right by proxy is posted on the Company's web site at www.larq.pl.

In order to verify the validity of proxy document granted electronically and for the proper identification of a given shareholder and proxy, and for verification whether the proxy was duly granted in accordance with the rules of representation of a given entity, the shareholder notifies the Company of the grant of electronic proxy and attaches scanned documents (*.pdf files) to permit the foregoing verification, including but not limited to the shareholder's identity document (in case of a natural person) or valid registration certificate of the shareholder and the identity document of a person or persons representing the shareholder who granted the proxy (when a shareholder is not a natural person) and also, as appropriate, the identity document or registration certificate of the proxy.

Furthermore, for the purpose of verification of the fact that the proxy was granted by a given shareholder in an electronic format, the Company has the right to contact that shareholder by telephone using the telephone number given by the shareholder or by email by sending a return message. The Company has the right to contact both the shareholder and the proxy.

Proxies granted in writing should be submitted as originals or notarially certified copies (or photocopies with certification equivalent to notary certification in accordance with relevant regulations).

Shareholder may use voting forms that are to assist in voting by the shareholders' proxies at the General Meeting of the Company convened to be held on 30 June 2017. Forms may be downloaded from the Company's web site at www.larq.pl. Shareholder or proxy do not have to use any forms offered by the Company. The use of those forms is at the shareholder's discretion.

The rules of granting proxies and notification of grant of proxy apply accordingly to revocation of proxy.

Member of the Management Board and employee of the Company may serve as proxies at the General Meeting of the Company. If a member of the Management Board, member of the Supervisory Board, liquidator, employee of the Company or officer or employee of the Company's subsidiary is a proxy at the General Meeting of the Company, the proxy document may give them the power to represent at that single General Meeting only.

Proxy has a duty to disclose to a shareholder any circumstances that imply existence or possible emergence of any conflict of interest. No further proxy may be granted. The proxy referred to in this paragraph will vote in line with instructions issued by the shareholder.

E. Information about the option and method of participation in the General Meeting with the use of means of electronic communication:

The Articles of Association of the Company do not provide for an option to participate in the General Meeting with the use of means of electronic communication.

F. Information how to speak at the General Meeting with the use of means of electronic communication:

The Articles of Association of the Company do not provide for an option to speak at the General Meeting with the use of means of electronic communication.

G. Information how to exercise the voting right in writing or with the use of means of electronic communication:

Neither the Rules of Procedure of General Meetings of the Company nor the Articles of Association of the Company provide for an option to cast a vote at the General Meeting in writing or to exercise the voting right with the use of means of electronic communication:

Record Date for Participation in the General Meeting:

The record date for participation in the General Meeting to be held on 30 June 2017 is 14 June 2017 (the "**Record Date**").

Information about the right to participate in the General Meeting:

Only the persons who are the Company's shareholders on the Record Date for participation in the General Meeting, namely on 14 June 2017, have the right to participate in the General Meeting of the Company on 30 June 2017.

Upon the request made by a holder of uncertified bearer shares in the Company, made no sooner than after this notice convening the General Meeting but no later than on the first weekday following the Record Date, i.e., at the latest on 16 June 2017, the entity maintaining a securities account will issue, to the holder's name, a certificate of the right to participate in the General Meeting of the Company.

The list of holders of bearer shares who are entitled to participate in General Meeting of the Company will be determined based on shares deposited with the Company and the list prepared by the operator of the national depository for securities in accordance with the regulations on trading in financial instruments. The holders of registered shares and lienors and beneficial owners who enjoy the right to vote are entitled to participate in

General Meeting of the Company provided that they are shareholders of record on the Record Date for participation in the General Meeting.

The operator of the national depository for securities will prepare an aggregated list based on the lists furnished by those entitled, at the latest 12 (twelve) days before the date of the General Meeting of the Company, in accordance with the regulations on trading in financial instruments. The lists furnished to the operator of the national depository for securities will be made based on the certificates of the right to participate in the General Meeting of the Company issued by the entity maintaining a securities account.

The operator of the national depository for securities will provide the Company with the list by means of electronic communication at the latest one week before the date of the General Meeting of the Company. If the list cannot be furnished in that manner due to a technical malfunction, the operator of the national depository for securities will issue it in a hard copy at the latest 6 (six) days before the date of the General Meeting of the Company.

The Company will keep the List of Shareholders eligible for participation in the General Meeting of the Company open for inspection in the offices of the Management Board of the Company, i.e. in Warsaw, ul. Tamka 16 lok U4, for 3 (three) days before holding the General Meeting of the Company, i.e. from 27 June to 29 June 2017.

Shareholders may request that a free copy of the List of Shareholders eligible for participation in the General Meeting of the Company be sent to them and nominate the address where that List should be sent. The Company will send a copy of the list or its scan as instructed by the shareholder.

If a shareholder is not on the List of Shareholders eligible for participation in the General Meeting of the Company for reasons beyond control of the Company, the shareholder will submit the original certificate referred to in Article 406³ of the Commercial Companies Code.

Where and how a person entitled to participate in the General Meeting can obtain the full text of documentation to be put forward to the General Meeting, and draft resolutions or, if no resolutions are to be adopted, comments of the Management or Supervisory Boards of the Company on matters added to the agenda of the General Meeting or matters to be added to the agenda before the date of the General Meeting:

Company's website at www.larq.pl.

Address of web site where all information about the General Meeting will be posted:

Company's website at www.larq.pl.